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BASIC AMENDMENT

DISCOUNT NUTRITION SOURCE, INC.

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Amend
ngm
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AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

DISCOUNT NUTRITION SOURCE, INC.

I, the undersigned, being Director, President, Secretary and Treasurer of DISCOUNT NUTRITION SOURCE, INC., a Florida corporation, do hereby amend its Articles of Incorporation as follows:

OFFICERS

The officers of the Corporation will be changed from:

JASON MENDOZA
Director/President/Secretary/Treasurer
85 Grand Canal Drive
Ste. 202
Miami, FL 33144

And

GIOVANNI CALORETTI
Vice President/Treasurer/Director
6851 SW 162nd Court
Miami, FL 33193

To

JASON MENDOZA
Director/President/Secretary/Treasurer
85 Grand Canal Drive
Ste. 202
Miami, FL 33144

The date of adoption is June 14, 2004..

The number of votes cast for the amendment by shareholders were sufficient for approval. In all other respects, the Articles of Incorporation shall remain unchanged.

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The undersigned, being the Director/President/ Secretary and Treasurer of **DISCOUNT NUTRITION SOURCE, INC.**, a Florida corporation, acting pursuant to Section 607 of the Florida Statute, does hereby manifest her intention that the foregoing Articles of Amendment to the Articles of Incorporation be Adopted according to its terms.



Jason Mendoza
Director/President/Secretary and Treasurer